



RECORDATION NO

FILED 1425

Itel Rail Corporation

55 Francisco Street
San Francisco, California 94133
(415) 984-4000
(415) 781-1035 Fax

April 25, 1989

INTERSTATE COMMERCE COMMISSION

APR 26 1989 -3 20 PM

9-117A029

RECORDATION NO

FILED 1425

APR 26 1989 -3 20 PM

INTERSTATE COMMERCE COMMISSION

Hon. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, DC 20423

Re: 1) Notice of Name Change
2) Assignment and Assumption Agreement

Dear Ms. McGee:

On behalf of Itel Rail Corporation, the above instruments, in four (4) counterparts each, are hereby submitted for filing and recording pursuant to 49 U.S.C. Section 11303(a), along with the \$26 recordation fee.

Please record the above-captioned instruments under the Security Agreement dated March 18, 1988, between Itel Rail Corporation and CrossLand Credit Corporation, which was filed with the ICC on March 18, 1988, under Recordation No. 15537.

The parties to the aforementioned Notice of Name Change are listed below:

Itel Rail Corporation (For indexing, in position
55 Francisco Street of "Assignor")
San Francisco, California 94133

Itel Rail Holdings Corporation (For indexing, in
55 Francisco Street position of "Assignee")
San Francisco, California 94133

The purpose of this Notice is to make known as a matter of public record the change in corporate name of Itel Rail Corporation to Itel Rail Holdings Corporation.

The parties to the aforementioned Assignment and Assumption Agreement are listed below:

Itel Rail Holdings Corporation (Assignor)
55 Francisco Street
San Francisco, California 94133

APR 26 3 13 PM '89
MOTOR OPERATING UNIT

Hon. Noreta R. McGee
April , 1989
Page Two

Itel Rail Corporation (Assignee, a Delaware corporation
55 Francisco Street incorporated in January 1989)
San Francisco, California 94133

This Assignment assigns to Assignee all of Assignor's right,
title and interest in and to any and all agreements, leases and
equipment described therein.

Please return to the undersigned the stamped counterparts not
required for filing purposes, together with the ICC fee receipt
and acknowledgment letter.

Very truly yours,

Patricia Schumacker

Patricia Schumacker
Legal Department

Interstate Commerce Commission

Washington, D.C. 20423

4.28.89

OFFICE OF THE SECRETARY

Patricia Schumacker
Itel Rail Corporation
55 Francisco Street
San Francisco, Calif. 94133

Dear: **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4.26.89 , at 3:20pm , and assigned recordation number(s). 8089-B & 8089-C, 15537-A & 15537-B

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

RECORDATION NO.

FILED 1428

APR 26 1989 -3 20 PM

NOTICE OF NAME CHANGE

INTERSTATE COMMERCE COMMISSION

This shall serve as notice that Itel Rail Corporation, a Delaware corporation, has changed its name effective as of ~~January 2~~^{February 2}, 1989, to Itel Rail Holdings Corporation. Itel Rail Holdings Corporation is a Delaware corporation with its principal place of business at 55 Francisco Street, San Francisco, California 94133.

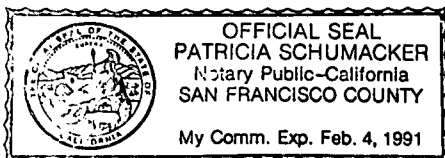
ITEL RAIL HOLDINGS CORPORATION

By

Robert C. Kiehnle
Robert C. KiehnleTitle Vice President-FinanceDate January 30, 1989

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN FRANCISCO)

On this 30th day of January, 1989, before me personally appeared Robert C. Kiehnle, to me personally known, who being by me duly sworn says that he is Vice President-Finance Itel Rail Holdings Corporation, that the foregoing Notice of Name Change was signed on behalf of said corporation by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Patricia Schumacker
Notary Public